

FILED ELECTRONICALLY

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE BANK OF AMERICA CORP.
SECURITIES, DERIVATIVE, AND
EMPLOYMENT RETIREMENT INCOME
SECURITY ACT (ERISA) LITIGATION

Master File No. 09 MDL 2058 (PKC)
ECF CASE

THIS DOCUMENT RELATES TO

The Consolidated Securities Class Action

**SUPPLEMENTAL DECLARATION OF GREGORY F. SMOLAR IN SUPPORT OF
KENNETH D. LEWIS' MOTION FOR SUMMARY JUDGMENT**

I, Gregory F. Smolar, declare as follows:

I am an associate at the law firm of Debevoise & Plimpton LLP, attorneys for Defendant Kenneth D. Lewis in this Action. I make this declaration, on personal knowledge, which is based on my familiarity with this litigation, to put before the Court certain facts and other information in support of Defendant Kenneth D. Lewis' Reply Memorandum of Law in Support of his Motion for Summary Judgment.

1. Attached hereto as Exhibit 1 is a true and correct copy of excerpts from Timothy Mayopoulos' March 30, 2012 deposition taken in this Action.

2. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from Kenneth D. Lewis' March 27, 2012 deposition in this Action.

3. Attached hereto as Exhibit 3 is a true and correct copy of an email and attachment from Christopher Hayward to Neil Cotty and others dated January 14, 2009, BAC-ML-NYAG00068683 to BAC-ML-NYAG00068704.

4. Attached hereto as Exhibit 4 is a true and correct copy of an email from Jeff Brown to Joe Price dated January 13, 2009, BAC-ML-NYAG10004611.

* * *

I declare under penalty of perjury that the foregoing is true and correct.

Dated: Washington, D.C.
July 17, 2012

/s/ Gregory F. Smolar

EXHIBIT 1

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** C O N F I D E N T I A L **

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

Master File No. 09-MD-2058 (PKC)

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IN RE BANK OF AMERICA CORP. SECURITIES,
DERIVATIVE AND EMPLOYMENT RETIREMENT
INCOME SECURITY ACT (ERISA) LITIGATION

-----x

THIS DOCUMENT RELATES TO
All Securities Actions

-----x

March 30, 2012

9:05 a.m.

Videotaped Deposition of TIMOTHY
MAYOPOULOS, taken by Plaintiffs, pursuant
to Notice, held at the offices of Kaplan
Fox & Kilsheimer LLP, 850 Third Avenue,
New York, New York, before Todd DeSimone,
a Registered Professional Reporter and
Notary Public of the State of New York.

1 MAYOPOULOS - CONFIDENTIAL

2 the school year had ended in New York. 09:14:45AM

3 Q. And your children had to find 09:14:47AM
4 new schools; is that correct? 09:14:50AM

5 A. That's right. 09:14:51AM

6 Q. Now, as general counsel of Bank 09:14:51AM
7 of America, what were your duties? 09:15:06AM

8 A. My duty was to serve as the 09:15:07AM
9 senior legal officer of the company, 09:15:10AM
10 representing the company in all 09:15:14AM
11 legal-related matters. I was responsible 09:15:19AM
12 for managing the internal Legal 09:15:20AM
13 Department, which had about 350 lawyers by 09:15:22AM
14 the time I left, as well as to manage all 09:15:26AM
15 of the outside law firms that represented 09:15:28AM
16 the company. 09:15:30AM

17 Q. And did you serve on any 09:15:31AM
18 committees when you were general counsel? 09:15:34AM

19 A. I served on the Operating 09:15:37AM
20 Committee. I also served on the 09:15:38AM
21 Disclosure Committee. 09:15:40AM

22 Q. What was the Operating 09:15:43AM
23 Committee? 09:15:45AM

24 A. The Operating Committee was a 09:15:45AM
25 group of senior executives, approximately 09:15:51AM

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1 MAYOPOULOS - CONFIDENTIAL

2 Q. What was the Disclosure 09:16:53AM
3 Committee? 09:16:54AM

4 A. The Disclosure Committee was a 09:16:55AM
5 group of people, of senior executives, who 09:16:57AM
6 were responsible for reviewing the 09:17:00AM
7 company's regular SEC filings and making 09:17:03AM
8 recommendations to the chief executive 09:17:09AM
9 officer and the chief financial officer 09:17:11AM
10 with respect to Sarbanes-Oxley. 09:17:13AM

11 Q. And when you say SEC filings, 09:17:15AM
12 can you be any more specific? 09:17:17AM

13 A. The Disclosure Committee 09:17:18AM
14 addressed our 10-K filings that are filed 09:17:21AM
15 each year, our 10-Q filings. Those were 09:17:24AM
16 the filings. 09:17:30AM

17 Q. How about proxies? 09:17:31AM

18 A. I don't recall the Disclosure 09:17:33AM
19 Committee dealing with proxy statements in 09:17:35AM
20 connection with merger transactions. It 09:17:37AM
21 did refer -- it did review the annual 09:17:41AM
22 proxy statement that was submitted to 09:17:45AM
23 shareholders in connection with the annual 09:17:48AM
24 meetings. 09:17:51AM

25 Q. Let me show you what has been 09:17:54AM

1 MAYOPOULOS - CONFIDENTIAL

2 A. My recollection is that the 09:19:34AM
3 Disclosure Committee did not review the 09:19:35AM
4 proxy statements issued in connection with 09:19:37AM
5 merger transactions. 09:19:39AM

6 Q. Now, was there also a Due 09:19:41AM
7 Diligence Committee? 09:19:46AM

8 A. Yes, there was a Due Diligence 09:19:46AM
9 Committee, and I also served on that. 09:19:47AM

10 Q. And what was the Due Diligence 09:19:49AM
11 Committee? 09:19:51AM

12 A. The Due Diligence Committee was 09:19:52AM
13 a committee that met typically after the 09:19:55AM
14 Disclosure Committee had reviewed whatever 09:19:58AM
15 public filing we were considering issuing, 09:20:01AM
16 and it was a committee that would -- at 09:20:04AM
17 that meeting we would actually sit with 09:20:15AM
18 Mr. Lewis and the chief financial officer 09:20:17AM
19 -- there were a number, in my time there, 09:20:19AM
20 of chief financial officers -- and review 09:20:21AM
21 the relevant document with them, and then 09:20:24AM
22 typically we would poll all of the senior 09:20:26AM
23 businesspeople present to ensure that they 09:20:29AM
24 believed that the document was fair and 09:20:35AM
25 accurate and complete in all material 09:20:37AM

1 MAYOPOULOS - CONFIDENTIAL

2 respects. 09:20:39AM

3 Q. Now, going back to the 09:20:40AM
4 Disclosure Committee again, during 2008, 09:20:41AM
5 which was the last year you were general 09:20:46AM
6 counsel, who were the members of the 09:20:49AM
7 Disclosure Committee? 09:20:51AM

8 A. My recollection, it was myself, 09:20:52AM
9 Amy Brinkley, Neil Cotty, Paul Morrison, 09:20:55AM
10 and then there was a fellow who ran the 09:21:14AM
11 Investor Relations function -- 09:21:16AM

12 Q. Stitt? 09:21:18AM

13 A. Yes, Bob Stitt. Those are the 09:21:20AM
14 ones I remember. 09:21:31AM

15 Q. And the Due Diligence 09:21:31AM
16 Committee, who was on the Due Diligence 09:21:33AM
17 Committee? 09:21:34AM

18 A. I recall that I chaired those 09:21:36AM
19 meetings, but I frankly don't remember who 09:21:40AM
20 all was a member. There were a number of 09:21:42AM
21 people who attended, all of the people I 09:21:45AM
22 just mentioned plus all of the heads of 09:21:47AM
23 the business units attended, as well as 09:21:50AM
24 Mr. Lewis and the chief financial officer. 09:21:53AM

25 Q. So just so I can understand 09:21:55AM

EXHIBIT 2

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** C O N F I D E N T I A L **
UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
Master File No. 09-MD-2058 (PKC)

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IN RE BANK OF AMERICA CORP. SECURITIES,
DERIVATIVE AND EMPLOYMENT RETIREMENT
INCOME SECURITY ACT (ERISA) LITIGATION

-----x

THIS DOCUMENT RELATES TO
All Securities Actions

-----x

March 27, 2012
9:03 a.m.

Videotaped Deposition of KENNETH D.
LEWIS, taken by Plaintiffs, pursuant to
Notice, held at the Ritz-Carlton Golf
Resort, 2600 Tiburon Drive, Naples,
Florida, before Todd DeSimone, a
Registered Professional Reporter and
Notary Public.

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1 LEWIS - CONFIDENTIAL

2 it seems a little clever for me to have 11:24:03AM
3 said. It is not something I usually would 11:24:04AM
4 say. But if Neil said I said it, then it 11:24:06AM
5 very well could be that I did. 11:24:08AM

6 Q. Okay. 11:24:09AM

7 Again, you told him that on 11:24:10AM
8 December 3rd because you understood that 11:24:23AM
9 the losses Merrill Lynch was suffering in 11:24:25AM
10 the fourth quarter had substantially 11:24:27AM
11 reduced Merrill Lynch's capital; is that 11:24:30AM
12 correct? 11:24:32AM

13 MR. CERESNEY: Objection to 11:24:32AM
14 form. 11:24:33AM

15 A. No. I don't recall the loss 11:24:33AM
16 being the reason I was encouraging him to 11:24:40AM
17 get the balance sheet down. Because we 11:24:42AM
18 were doing the same thing, as I said, I 11:24:46AM
19 think every bank in the country was 11:24:48AM
20 probably doing the same thing, getting 11:24:50AM
21 your assets down as much as you can. 11:24:52AM

22 And the issue externally was 11:24:55AM
23 that it wasn't even risk-based assets, it 11:24:59AM
24 was your tangible common equity to total 11:25:01AM
25 assets. And so to the extent you could 11:25:03AM

1 LEWIS - CONFIDENTIAL

2 get marginal price to assets off the 11:25:07AM

3 books, then that would help that ratio. 11:25:09AM

4 Q. Let me show you what's been 11:25:13AM

5 previously marked -- I'm going to show you 11:25:16AM

6 in a second a document. 11:25:17AM

7 But in December 2008, you 11:25:19AM

8 had -- you personally had conversations 11:25:25AM

9 with the law firm of Wachtell Lipton 11:25:27AM

10 regarding Merrill Lynch's losses, correct? 11:25:28AM

11 A. When? 11:25:32AM

12 Q. December 2008. 11:25:33AM

13 A. Correct, I did. 11:25:34AM

14 Q. And those calls -- 11:25:35AM

15 A. I was on a phone call. I don't 11:25:37AM

16 know if I initiated the phone call or was 11:25:39AM

17 the one talking about that. But I was in 11:25:41AM

18 the meeting. 11:25:43AM

19 Q. Fair enough. And you had more 11:25:43AM

20 than one conversation with them or meeting 11:25:45AM

21 with them; is that true? 11:25:47AM

22 A. I think I had at least two. 11:25:48AM

23 But I'm not sure. But I know I had the 11:25:50AM

24 one. 11:25:52AM

25 Q. And why were you having these 11:25:53AM

1 LEWIS - CONFIDENTIAL

2 equity of only \$12.6 billion, which was a 11:32:31AM
3 50 percent reduction, correct? 11:32:35AM

4 A. Yeah. I don't precisely 11:32:35AM
5 remember the numbers, but that's generally 11:32:35AM
6 my recollection. 11:32:38AM

7 Q. Then it says "the reduction in 11:32:38AM
8 capital necessitates reduction in balance 11:32:40AM
9 sheet, which will reduce earnings 11:32:43AM
10 potential in future years." 11:32:45AM

11 A. Right. 11:32:46AM

12 Q. And that was accurate, too, 11:32:46AM
13 correct? 11:32:48AM

14 A. No. I don't think that is 11:32:48AM
15 necessarily accurate. 11:32:49AM

16 Q. You disagree with that? 11:32:50AM

17 A. Yeah. 11:32:51AM

18 Q. Isn't that what people at Bank 11:32:52AM
19 of America told the federal government 11:32:53AM
20 when they went -- 11:32:55AM

21 A. Well, you can -- you assume at 11:32:56AM
22 some point you can bring those -- bring 11:32:59AM
23 balances back on the books. 11:33:02AM

24 Q. If you sell assets, if you sell 11:33:04AM
25 assets to get the balance sheet down, 11:33:10AM

1 LEWIS - CONFIDENTIAL

2 that's going to reduce earnings potential 11:33:12AM
3 in future years, correct? 11:33:14AM

4 A. Well, if you are talking about 11:33:15AM
5 earning assets, yes. If you get 11:33:18AM
6 nonperformers down, that is a positive. 11:33:20AM
7 If you can get fixed assets off, that is a 11:33:23AM
8 positive. If you can get marginally 11:33:25AM
9 priced assets off, that is actually a 11:33:28AM
10 positive because it helps and it doesn't 11:33:29AM
11 affect your earnings very much. 11:33:31AM

12 You could be talking about a 11:33:34AM
13 sixteenth or an eighth, you know, kind of 11:33:36AM
14 spread on some of these things. 11:33:39AM

15 Q. Do you see further down, the 11:33:41AM
16 third paragraph from the bottom, it says 11:33:43AM
17 "Loss of potential for earning on \$130 11:33:45AM
18 billion of assets at 50 basis points is 11:33:48AM
19 \$650 million," okay? 11:33:50AM

20 A. I think that's a statement of 11:33:52AM
21 fact. But I don't necessarily know, what 11:33:53AM
22 if they were at an eighth instead of 50 11:33:58AM
23 basis points? 11:34:02AM

24 Q. Well, then it would be less. 11:34:02AM
25 But what if they were more, I guess it 11:34:05AM

EXHIBIT 3

From: Hayward, Christopher (Finance Director) <christopher_hayward@ml.com>
Sent: Wednesday, January 14, 2009 11:32 PM (GMT)
To: Cotty, Neil <neil.cotty@bankofamerica.com>; Qutub, Bob <bob.qutub@bankofamerica.com>
Bcc: 'Cotty, Neil' <neil.cotty@bankofamerica.com>; 'Qutub, Bob' <bob.qutub@bankofamerica.com>
Subject: FW: ML&Co Balance Sheet & RWA Reports with RWA Breakout by MPU for December 31st
Attach: MPU_B1RWA_Rpt20090114_20081231_DISTRIBUTE.xls;BS_B1RWA_Rpt20090114_20081231_cpts 1226.xls

FYI

-----Original Message-----

From: McLaughlin, Dennis (Holding Company Supervision)

Sent: Wednesday, January 14, 2009 6:00 PM

To: Chai, Nelson (CFO); Hayward, Christopher (Finance Director); Heaton, Eric (Global Treasurer); Patrick, Thomas (GMI - GEDNY); Anerella, Roger (COO, Global Markets); Sekler, Allan (Global FICC CFO); Olson, Brad (Equities CFO); 'mark.d.linsz@bankofamerica.com'; Donohoe, Noel; Perry, Tom; 'paul.baalman@bankofamerica.com'; 'jeff.brown@bankofamerica.com'

Subject: ML&Co Balance Sheet & RWA Reports with RWA Breakout by MPU for December 31st

Attached is the December Pro-forma month end Balance Sheet and RWA estimates including the MPU breakout. RWA is calculated under LD1 methodology (i.e. legacy ML Market Risk RWA with everything else under Basel 1 methodology). The RWA summary is provided below.

In addition, we also provide the top RWA contributors for OTC counterparty risk, Financing Transaction counterparty risk (outside Prime Broker) and "jump to default risk" in the Trading Book (by ticker)

Please address any questions to Carolyn Leung, Pam Feldstein or myself.

KEY COMMENTS

1. Total Assets decreased \$209.6bn across the firm versus September quarter end. Movement since then and drivers for the decrease in total asset levels include:

- An increase of \$42bn on the Cash and Cash Equivalents line versus September month end. Per November's results, FICC's cash balance increased by \$31bn as cash from Repo trades was invested in overnight deposits.
- An decrease of \$136bn in Securities Financing. FICC's balance declined \$84bn while Equity's balance declined by \$51bn. The lower balances reflect standard quarter end reductions as well as reduced financing requirements of client positions.
- Securities Received as Collateral declined by \$36bn, a further \$11bn decline over November month end. The decline was wholly based in the Equity division and related to reduced Prime Brokerage business levels.
- Trading assets - excluding derivatives decreased \$28bn. FICC's balances declined \$21bn while Equity balances declined \$7.5bn. The declines were across all asset classes.
- Derivative balances rose \$16bn as a \$25bn increase in FICC's balances was offset by a \$4bn decrease in Equity's balance. FICC's increased balance was due to a widening of credit spreads on the monoline insurers.
- Receivable balances decreased \$51bn. Prime Broker Margin Loan balances declined \$18bn versus the prior quarter end. The Broker/Dealer (\$13bn) and Customer (\$24bn) lines decreased due to the resolution of fails that were outstanding at 3Q. Also of note, GPC's Margin Loan balance declined by \$4bn.

3. Total Liabilities decreased \$192bn across the firm versus September quarter end. Movement since quarter end and drivers for the decrease in total liability levels include:

- o Securities Financing decreased \$100bn. FICC's balance decreased \$75bn while Equity's balance declined \$23bn.
- o Commercial paper rose \$5bn due to increased issuance by Treasury.
- o Obligation to Return Securities Received as Collateral declined \$36bn, paralleling the decline in Securities Received as Collateral.
- o Payable balances declined by \$50bn, due to fails that were outstanding over September month end and lower other open trade related payables.
- o Long Term Borrowings continued to decline, by \$21bn versus September month end. As noted in previous communications, Treasury's Long Term Borrowings have continued to fall throughout the quarter due to the maturing of long term debt.

4. Stockholders' equity fell \$17bn due to continued write downs.

5. ML&Co Basel I RWA is estimated to be \$382bn.

- o FICC's RWA totaled \$215bn, driven by \$70bn of OTC RWA, \$60bn of RWA from Trading Assets, \$38bn of RWA from Investment Securities and \$34bn of RWA from Securities Financing activity.
- o Equity's RWA totaled \$38bn with GMF&S' PB Margin Loans (\$8bn of RWA) and Securities Financing Trades (\$8bn of RWA) as the most significant contributors. Equity Linked Market Risk and OTC-related RWA totaled \$11bn.
- o Other GMI's total RWA of \$56bn was attributable to GPID's (\$30bn) and Loan Portfolio Management's (\$21bn) Investment Securities and Loan Portfolios.

<<...>> <<...>> <<...>>

	A	B	C	D	E	F	G
1	Basel I RWA Estimate by MPU						
2	Report Date: 1/14/09 (as of 12/31/08)						
3							
4	\$ millions						
5							
6	Sector/MPU		Credit Risk		Market Risk		Total RWA
7							
8	COMMODITIES		13,483		551		14,034
9							
10	CREDIT		24,875		16,442		41,317
11							
12	CPI		2,264		3,065		5,329
13							
14	CDNEBU		2,325		10,733		13,057
15							
16	FICC MANAGEMENT (xCDNEBU)		3,270		266		3,536
17							
18	GLOBAL COMMERCIAL REAL ESTATE		3,312		2,241		5,553
19							
20	GLOBAL MORTGAGES		11,342		4,338		15,681
21							
22	GLOBAL PRINCIPAL CREDIT GROUP		73		1,321		1,394
23							
24	GLOBAL PROP TRADING GROUP		5,503		15,423		20,926
25							
26	GLOBAL RATES AND CURRENCIES		37,711		1,482		39,193
27							
28	GLOBAL STRUCTURED FINANCE & INVESTMENTS		3,365		176		3,540
29							
30	ML BUSA INVESTMENT PORTFOLIO		44,805		122		44,927
31							
32	MUNICIPAL PRODUCTS		2,815		3,698		6,514
33							
34	Total FICC		155,143		59,860		215,003
35							
36	ALTERNATIVE INVESTMENT MP		109		26		134
37							
38	CASH SECONDARY		481		138		619
39							
40	EQUITY CASH PRIMARY		-		-		-
41							
42	EQUITY DERIVATIVES PRIMARY		-		-		-
43							
44	EQUITY LINKED		5,576		5,749		11,325
45							
46	EQUITY MANAGEMENT		1,716		713		2,429
47							
48	GLOBAL MARKETS FINANCING & SERVICES		22,605		219		22,825

	A	B	C	D	E	F	G
49							
50	STRATEGIC RISK GROUP (SRG)		31		267		298
51							
52	Total Equity Markets		30,518		7,112		37,630
53							
54	IBK		3,124		212		3,335
55							
56	INSTITUTIONAL CLIENT SERVICES (SALES)		6		-		6
57							
58	OTHER GMI (xLOAN PORTFOLIO MGMT MP)		586		18		603
59							
60	LOAN PORTFOLIO MGMT MP		20,356		807		21,163
61							
62	GMI SALES & RESTRUCTURE		192		0		192
63							
64	GMI SUPPORT		1,086		22		1,108
65							
66	GPID		27,382		2,223		29,605
67							
68	Total GMI xFICC & Equity		52,731		3,281		56,012
69							
70	Total GMI		238,392		70,254		308,645
71							
72	Total GPC		34,609		1		34,610
73							
74	Total GIM		8,549		-		8,549
75							
76	TREASURY		10,689		87		10,776
77							
78	CORPORATE xTreasury		18,714		322		19,036
79							
80	Total Corporate		29,403		409		29,812
81							
82	Total ML&Co		310,953		70,664		381,617

	A	B	C	D	E	F	G	H	I	J	K
1	ML&Co Balance Sheet and Basel I RWA										
2	Report Date: 01/14/09 (as of 12/31/08)										
3	Balance Sheet Comparison to Report Date: 3Q 2008										
4											
5											
6											
7	(in millions)		ML&Co Balance Sheet		ML&Co Balance Sheet Increase/(Decrease)		ML&Co RWA				
8											
9	ASSETS										
10	Cash and equivalents, cash and securities seg		101,326		42,119		9,858				
11											
12	Securities financing transactions		128,324		(135,738)		14,737				
13											
14	Investment securities		57,259		(15,134)		66,855				
15											
16	Trading assets - excluding derivatives		85,671		(28,493)		70,664				
17											
18	Trading assets - derivatives		91,359		16,405		75,136				
19											
20	Securities received as collateral		11,658		(35,996)		341				
21											
22	Other receivables										
23	Margin Loans - PB		11,776		(17,642)		8,135				
24	Broker/Dealer		8,096		(12,706)		1,600				
25	Customer		43,806		(23,604)		16,965				
26	Interest and Other		38,191		2,538		15,517				
27											
28	Loans, notes and mortgages		69,751		(6,091)		58,741				
29											
30	Separate account assets						-				
31											
32	Equipment and facilities		2,928		(153)		2,928				
33											
34	Goodwill		2,616		(1,375)		-				
35											
36	Other assets		12,104		6,241		7,958				
37											
38	Total assets		664,864		(209,629)		349,434				
39											
40	OFF BALANCE SHEET										
41	Commitments and guarantees		78,281		(7,345)		32,183				
42											
43	Total Credit and Market Risk RWA						381,617				
44											
45	Operational Risk RWA						-				
46											
47	TOTAL RWA						381,617				
48											
49											
50	LIABILITIES										
51	Securities financing transactions		117,080		(100,131)						
52											

	L	M	N	O	P	Q	R	S	T	U	V	W	X	Y	Z
1															
2															
3															
4															
5															
6															
7		FICC Balance Sheet		FICC Balance Sheet Increase/(Decrease)		FICC RWA			Equity Balance Sheet		Equity Balance Sheet Increase/(Decrease)		Equity RWA		
8															
9															
10		45,322		31,828		3,334			10,964		1,172		1,628		
11															
12		93,401		(84,327)		6,978			23,366		(50,571)		7,698		
13															
14		9,896		(3,001)		37,973			1,080		397		107		
15															
16		59,086		(20,787)		59,860			26,019		(7,596)		7,112		
17															
18		86,669		25,092		70,048			10,010		(4,004)		4,535		
19															
20		(0)		(0)		-			11,658		(35,996)		341		
21															
22															
23		-		-		-			11,776		(17,642)		8,135		
24		2,613		(8,614)		360			4,340		1,839		985		
25		15,599		(17,638)		6,780			822		(770)		443		
26		14,732		133		8,361			3,262		(729)		3,490		
27															
28		20,313		(3,177)		17,138			1,108		(577)		1,110		
29															
30						-							-		
31															
32		316		(31)		316			27		(2)		27		
33															
34		49		(774)		-			349		3		-		
35															
36		640		42		598			344		294		337		
37															
38		348,635		(81,255)		211,746			105,125		(114,183)		35,951		
39															
40															
41		13,895		(8,330)		3,257			1,182		26		1,679		
42															
43						215,003							37,630		
44															
45						-							-		
46															
47						215,003							37,630		
48															
49															
50															
51		84,121		(74,612)					32,323		(23,085)				
52															

	AA	AB	AC	AD	AE	AF	AG
1							
2							
3							
4							
5							
6							
7	GMI xFICC/Equity		GMI xFICC/Equity		GMI xFICC/Equity		
8	Balance Sheet		Balance Sheet		RWA		
9			Increase/(Decrease)				
10	1,782		(1,405)		356		
11	1,096		(476)		30		
12	17,985		(3,190)		15,813		
13	290		(106)		3,281		
14	1,021		1,015		455		
15	-		-		-		
16	-		-		-		
17	1,180		(8,143)		236		
18	(3)		(19)		(3)		
19	3,431		111		1,609		
20	21,384		(3,138)		19,647		
21					-		
22	281		8		281		
23	317		(483)		-		
24	1,503		(122)		1,190		
25	50,265		(15,948)		42,894		
26	37,286		(7,454)		13,118		
27					56,012		
28					-		
29					56,012		
30							
31	636		(698)				
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							

	AH	AI	AJ	AK	AL	AM	AN	AO	AP	AQ	AR	AS	AT	AU
1														
2														
3														
4														
5														
6														
	GPC Balance Sheet		GPC Balance Sheet Increase/(Decrease)		GPC RWA			GIM Balance Sheet		GIM Balance Sheet Increase/(Decrease)		GIM RWA		
7														
8														
9														
10	6,359		1,367		1,045			7		5		1		
11														
12	1,403		(554)		-			-		-		-		
13														
14	4,051		(4,148)		724			8,539		(332)		8,539		
15														
16	0		(0)		1			-		-		-		
17														
18	380		200		74			-		-		-		
19														
20	-		-		-			-		-		-		
21														
22														
23	-		-		-			-		-		-		
24	327		175		66			-		-		-		
25	17,828		(4,190)		2,394			-		-		-		
26	1,787		8		1,528			9		2		9		
27														
28	26,878		797		20,780			-		-		-		
29														
30					-							-		
31														
32	710		9		710			(0)		(0)		(0)		
33														
34	1,856		(13)		-			-		-		-		
35														
36	483		(16)		470			-		-		-		
37														
38	62,063		(6,366)		27,789			8,555		(325)		8,549		
39														
40														
41	16,559		990		6,821			-		-		-		
42														
43					34,610							8,549		
44														
45					-							-		
46														
47					34,610							8,549		
48														
49														
50														
51	-		-					-		-				
52														

	AV	AX	AZ	BA	BC	BE	BG
1							
2							
3							
4							
5							
6							
	Treasury Balance Sheet	Treasury Balance Sheet Increase/(Decrease)	Treasury RWA		Corporate xTreasury Balance Sheet	Corporate xTreasury Balance Sheet Increase/(Decrease)	Corporate xTreasury RWA
7							
8							
9							
10	33,425	6,704	3,050		3,468	2,448	444
11							
12	9,048	186	30		10	4	-
13							
14	13,550	(3,842)	2,099		2,158	(1,019)	1,600
15							
16	268	0	87		8	(4)	322
17							
18	1,148	729	24		(7,888)	(6,627)	-
19							
20	-	-	-		-	-	-
21							
22							
23	-	-	-		-	-	-
24	139	(27)	(2)		(502)	2,064	(46)
25	4,717	4,122	4,717		4,843	(5,108)	2,634
26	31	(378)	-		14,939	3,391	519
27							
28	67	6	67		-	(1)	0
29							
30			-				-
31							
32	0	(0)	0		1,594	(137)	1,594
33							
34	-	-	-		45	(109)	-
35							
36	344	(118)	287		8,790	6,161	5,076
37							
38	62,737	7,383	10,360		27,485	1,064	12,144
39							
40							
41	-	-	416		9,339	7,422	6,892
42							
43			10,776				19,036
44							
45			-				-
46							
47			10,776				19,036
48							
49							
50							
51	(0)	(1,736)			-	-	
52							

	A	B	C	D	E	F	G	H	I	J	K
53	Short-term borrowings		31,184		5,492						
54											
55	Deposits		98,107		6,107						
56											
57	Trading liabilities, excluding derivatives		18,108		(13,039)						
58											
59	Trading liabilities - derivatives		72,219		16,605						
60											
61	Obligation to return securities received as collateral		11,658		(35,996)						
62											
63	Other payables										
64	Broker/Dealer		12,553		(15,344)						
65	Customer		44,924		(24,463)						
66	Interest and Other		28,223		(10,529)						
67											
68	Liabilities of insurance subsidiaries		114		(4)						
69											
70	Separate accounts liabilities		-		-						
71											
72	Long-term borrowing		211,868		(20,760)						
73											
74	Total liabilities		644,037		(192,062)		-				
75											
76	Preferred Stockholders		8,603		(73)						
77	Common Stockholders		12,224		(17,494)						
78	Total Stockholders' equity		20,827		(17,567)		-				
79											
80	Total Liabilities and Stockholders' equity		664,864		(209,629)		-				
81											
82											
83											
84											
85											
86											
87											
88											
89											
90											

	L	M	N	O	P	Q	R	S	T	U	V	W	X	Y	Z
53		4,430		(6,923)					3,385		377				
54															
55		64,894		6,825					-		-				
56															
57		10,486		(1,736)					6,768		(11,260)				
58															
59		52,659		15,320					19,040		1,026				
60															
61		-		-					11,658		(35,996)				
62															
63															
64		1,489		(5,927)					8,737		(3,805)				
65		16,841		(15,819)					19,073		(4,382)				
66		20,431		3,187					10,998		372				
67															
68		-		-					0		(0)				
69															
70		-		-					-		-				
71															
72		17,855		(1,930)					5,017		(4,223)				
73															
74		273,206		(81,616)		-			117,000		(80,976)		-		
75															
76		-		-					-		-				
77		-		-					-		-				
78		-		-		-			-		-		-		
79															
80		273,206		(81,616)		-			117,000		(80,976)		-		
81															
82		Equity Allocation				11,900			Equity Allocation				2,031		
83															
84		Treasury Allocated Borrowings				63,530			Treasury Allocated Borrowings				(13,906)		
85															
86															
87															
88															
89															
90															

	AA	AE	AC	AD	AE	AF	AG
53		(26)		(3,000)			
54							
55	8		(26)				
56							
57	854		(43)				
58							
59	22		(13)				
60							
61	-		-				
62							
63							
64	2,176		(8,654)				
65	82		(9)				
66	(3,497)		(180)				
67							
68	-		-				
69							
70	-		-				
71							
72	790		(42)				
73							
74	1,045		(12,665)		-		
75							
76	-		-				
77	-		-				
78	-		-		-		
79							
80	1,045		(12,665)		-		
81							
82	Equity Allocation				5,685		
83							
84	Treasury Allocated Borrowings				43,535		
85							
86							
87							
88							
89							
90							

	AH	AI	AJ	AK	AL	AM	AN	AO	AP	AQ	AR	AS	AT	AU
53	0		1					-		-				
54								-		-				
55	26,936		673					-		-				
56														
57	0		(0)					0		(0)				
58														
59	360		194					-		-				
60														
61	-		-					-		-				
62														
63														
64	667		204					-		-				
65	709		(254)					-		-				
66	2,592		(904)					1,577		1,353				
67														
68	113		(3)					-		-				
69														
70	-		-					-		-				
71														
72	1,303		(18)					-		-				
73														
74	32,681		(106)		-			1,577		1,353		-		
75														
76	-		-					-		-				
77	-		-					-		-				
78	-		-		-			-		-		-		
79														
80	32,681		(106)		-			1,577		1,353		-		
81														
82	Equity Allocation				4,747			Equity Allocation				8,425		
83														
84	Treasury Allocated Borrowings				24,635			Treasury Allocated Borrowings				(1,448)		
85														
86														
87														
88														
89														
90														

	AV	AX	AZ	BA	BC	BE	BG
53	20,691	12,334			2,703	2,703	
54							
55	4,270	(1,365)			-	-	
56							
57	-	(0)			-	-	
58							
59	(0)	(0)			137	79	
60							
61	-	-			-	-	
62							
63							
64	0	0			(516)	2,838	
65	20	(69)			8,199	(3,930)	
66	(4,845)	(11,290)			966	(3,088)	
67							
68	-	-			-	-	
69							
70	-	-			-	-	
71							
72	191,432	(21,847)			(4,529)	7,100	
73							
74	211,568	(23,773)	-		6,960	5,722	-
75							
76	-	-			-	-	
77	-	-			-	-	
78	-	-	-		-	-	-
79							
80	211,568	(23,773)	-		6,960	5,722	-
81							
82	Equity Allocation		55		Equity Allocation		(12,016)
83							
84					Treasury Allocated Borrowings		32,540
85							
86							
87							
88							
89							
90							

	A	B	C	D	E	F	G	H	I	J
1	#	Netting Group	Netting ID	Legal Entity	Master Agreement ID	Coper ID	Name	Obligor Rating	Business Unit	CE
2	1	52718 5550 1532 SWAPBU 0	1	MLCMB	1532	52718	LONDON CLEARING HOUSE LTD	mIAAA	SWAPBU	-
3	2	52718 5550 1532 ESWPBU 0	1	MLCMB	1532	52718	LONDON CLEARING HOUSE LTD	mIAAA	ESWPBU	380,571,949
4	3	2379 1200 3614 DOLABU 0	1	MLCS	3614	2379	JPMORGAN CHASE BANK, N.A.	mIAA	DOLABU	4,588,818,124
5	4	184030 1200 31430 PBAMBU 0	1	MLCS	31430	184030	DARBY FINANCIAL PRODUCTS	mIBB	PBAMBU	1,788,790,374
6	5	2379 2700 6277 ICCDBU 0	1	MLI	6277	2379	JPMORGAN CHASE BANK, N.A.	mIAA	ICCDBU	-
7	6	7837 2700 15896 CREXBU 0	1	MLI	15896	7837	MORGAN STANLEY CAPITAL SERVICES INC.	mIA+	CREXBU	-
8	7	4852 2700 6424 CRDDBU 0	1	MLI	6424	4852	GOLDMAN SACHS INTERNATIONAL	mIA+	CRDDBU	968,044,084
9	8	7837 2700 15896 CDOGBU 0	1	MLI	15896	7837	MORGAN STANLEY CAPITAL SERVICES INC.	mIA+	CDOGBU	-
10	9	7837 2700 15896 ICCDBU 0	1	MLI	15896	7837	MORGAN STANLEY CAPITAL SERVICES INC.	mIA+	ICCDBU	204,857,192
11	10	4852 2700 6424 CDOGBU 0	1	MLI	6424	4852	GOLDMAN SACHS INTERNATIONAL	mIA+	CDOGBU	-
12	11	7837 2700 15896 CRDDBU 0	1	MLI	15896	7837	MORGAN STANLEY CAPITAL SERVICES INC.	mIA+	CRDDBU	737,266,691
13	12	2379 2700 6277 CRDDBU 0	1	MLI	6277	2379	JPMORGAN CHASE BANK, N.A.	mIAA	CRDDBU	804,623,703
14	13	3452 2700 5654 ICCDBU 0	1	MLI	5654	3452	DEUTSCHE BANK AG	mIAA-	ICCDBU	-
15	14	4852 2700 6424 ICCDBU 0	1	MLI	6424	4852	GOLDMAN SACHS INTERNATIONAL	mIA+	ICCDBU	-
16	15	4852 2700 6424 CREXBU 0	1	MLI	6424	4852	GOLDMAN SACHS INTERNATIONAL	mIA+	CREXBU	889,156,071
17	16	4852 2700 6424 EFIUBU 0	1	MLI	6424	4852	GOLDMAN SACHS INTERNATIONAL	mIA+	EFIUBU	-
18	17	2379 2700 6277 CDOGBU 0	1	MLI	6277	2379	JPMORGAN CHASE BANK, N.A.	mIAA	CDOGBU	173,564,095
19	18	3452 2700 5654 CDOGBU 0	1	MLI	5654	3452	DEUTSCHE BANK AG	mIAA-	CDOGBU	78,695,553
20	19	2379 2700 6277 CREXBU 0	1	MLI	6277	2379	JPMORGAN CHASE BANK, N.A.	mIAA	CREXBU	-
21	20	3452 2700 5654 CRDDBU 0	1	MLI	5654	3452	DEUTSCHE BANK AG	mIAA-	CRDDBU	523,844,036

	K	L	M	N	O
1	PFE	Effective Maturity	Collateral	EAD	RWA
2	13,686,949,381	4.284518688		13,686,949,381	2,737,389,876
3	9,243,835,480	5	(885,344,180)	8,739,063,249	1,747,812,650
4	2,696,884,834	4.3720405	(1,768,181,761)	5,517,521,197	1,103,504,239
5	252,341,811	5		2,041,132,185	1,020,566,093
6	5,026,710,831	5		5,026,710,831	1,005,342,166
7	4,762,584,836	5		4,762,584,836	952,516,967
8	3,759,822,390	3.575924081		4,727,866,474	945,573,295
9	4,613,248,554	5		4,613,248,554	922,649,711
10	4,223,749,294	5		4,428,606,486	885,721,297
11	4,304,863,508	5		4,304,863,508	880,972,702
12	3,556,521,585	3.892408784		4,293,788,276	858,757,655
13	3,460,401,776	3.495783149		4,265,025,479	853,005,096
14	4,235,838,951	5		4,235,838,951	847,167,790
15	4,153,742,298	5		4,153,742,298	830,748,460
16	3,234,594,586	5		4,123,750,657	824,750,131
17	4,005,320,752	3.84499672		4,005,320,752	801,064,150
18	3,689,808,905	5		3,863,373,000	772,674,600
19	3,647,431,242	5	(0)	3,726,126,794	745,225,359
20	3,597,623,426	5		3,597,623,426	719,524,685
21	3,038,543,373	3.851643401	(0)	3,562,387,409	712,477,482

	A	B	C	D	E	F	G	H
1	Legal Entity	Netting Category	Counterparty	CoPer ID	WRT (In Yrs)	CEA / EAD	RWA B1	
2	MLI	Financial Netting	Societe Air France S.A.	275	0.82	2,962,243,693	1,481,121,846	
3	MLCI/MLCC	MNA	Reliant Energy Power Supply, LLC	161632833	1.3	970,544,596	485,272,298	
4	MLCI/MLCC	Financial Netting	BP Corporation North America Inc.	175806	5	362,011,658	181,005,829	
5	MLCE	Financial Netting	SSE Energy Supply Ltd	154737216	0.91	322,041,825	161,020,913	
6	MLCE	Financial Netting	KLM Royal Dutch Airlines	6356	1.6	315,642,808	157,821,404	
7	MLCE	Netting Power	British Energy Power & Energy Trading Limited	154778894	0.14	264,095,764	132,047,882	
8	MLCI/MLCC	MNA	NRG Power Marketing LLC	30560	2.5	248,849,637	124,424,819	
9	MLCE	Financial Netting	Vitol S.A.	12127	0.91	234,530,253	117,265,126	
10	MLCI/MLCC	Financial Netting	BP Energy Company	34418	2.2	205,616,272	102,808,136	
11	MLCE	Financial Netting	NOS Clearing	156977243	0.49	196,898,729	98,449,364	
12	MLCI/MLCC	MNA	Sempra Energy Trading LLC	23644	1.3	193,347,956	96,673,978	
13	MLCE	Financial Netting	RWE Trading GmbH	154729873	0.7	190,909,743	95,454,872	
14	MLCI/MLCC	Financial Netting	Constellation Energy Commodities Group, Inc.	29484	0.9	189,811,506	94,905,753	
15	MLCI/MLCC	Bank	Morgan Stanley Capital Group Inc.	7836	0.9	434,049,894	86,809,979	
16	MLCSI	Financial Netting	Delta Air Lines, Inc.	3390	0.4	172,902,932	86,451,466	
17	MLCE	Financial Netting	Nordpool	154781597	0.59	-	84,303,134	
18	MLCI/MLCC	Financial Netting	Mitsui & Co., Energy Risk Management, Ltd.	154694380	1	164,791,570	82,395,785	
19	MLCI/MLCC	Bank	Deutsche Bank AG	3452	1	399,292,088	79,858,418	
20	MLCI/MLCC	Bank	J. Aron & Company	16766	1	392,470,035	78,494,007	
21	MLCE	Financial Netting	E.ON UK Plc	602030	0.96	151,651,149	75,825,575	

	A	B	C
1	legal_entity	cooper_id	Name
2	MLPFS	603768	BARCLAYS GLOBAL INVESTORS,N.A. O/B/O BARCLAYS GLOBAL INVESTORS N.A AGENT TRADING IN BULK
3	MLGSI	1	NO NAME
4	MLPFS	111289	THE BANK OF NEW YORK MELLON O/B/O BANK OF NEW YORK MELLON A/C AGENT TRADING IN BULK
5	MLPFS	115358	METROPOLITAN WEST SECURITIES, LLC O/B/O WACHOVIA GLOBAL SECURITIES LENDING A/C AGENT TRADING IN BULK
6	MLPFS	203212	THE NORTHERN TRUST COMPANY O/B/O THE NORTHERN TRUST COMPANY A/C AGENT TRADING IN BULK
7	MLPFS	177916	PRUDENTIAL INVESTMENT MANAGEMENT INC O/B/O PRUDENTIAL INVESTMENT MANAGEMENT INC A/C AGENT TRADING IN BULK
8	MLPFS	115357	METROPOLITAN LIFE INSURANCE COMPANY O/B/O METROPOLITAN LIFE INSURANCE COMPANY A/C AGENT TRADING IN BULK
9	MLI	161666828	SECURITIES FINANCE TRUST COMPANY O/B/O CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM
10	MLI	163845325	BARCLAYS GLOBAL INVESTORS LIMITED A/C TRADING IN BULK (MAJOR)
11	MLPFS	115445	CREDIT SUISSE O/B/O CREDIT SUISSE A/C AGENT TRADING IN BULK
12	MLI	154697438	DRESDNER BANK AG O/B/O DRESDNER BANK AG A/C AGENT TRADING IN BULK
13	MLGSI	111289	THE BANK OF NEW YORK MELLON O/B/O BANK OF NEW YORK MELLON A/C AGENT TRADING IN BULK
14	MLI	1990	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC
15	MLPFS	154751780	CREDIT SUISSE SECURITIES (USA) LLC A/C AGENT TRADING IN BULK
16	MLCS	156912134	EBURY FINANCE LIMITED
17	MLI	1990	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC
18	MLI	161659403	AC CAPITAL PARTNERS LIMITED O/B/O LAAM XXI
19	MLI	154717158	SECURITIES FINANCE TRUST COMPANY O/B/O STICHTING PENSIOENFONDS ABP
20	MLPFS	133375	GOLDMAN SACHS TRUST COMPANY O/B/O GOLDMAN SACHS TRUST COMPANY A/C AGENT TRADING IN BULK
21	MLGSI	154697438	DRESDNER BANK AG O/B/O DRESDNER BANK AG A/C AGENT TRADING IN BULK

	D	E	F
1	adjusted_gi_balance	Trade Leg	RWA
2	4,754,238,415	4,754,238,415	4,536,144,494
3	10,500,000,000	10,500,000,000	2,100,000,000
4	1,556,148,907	1,556,148,907	1,484,356,457
5	423,249,300	423,249,300	392,319,491
6	1,626,743,545	1,626,743,545	325,048,909
7	340,968,796	340,968,796	311,212,282
8	352,614,055	352,614,055	311,110,996
9	361,636,515	361,636,515	311,082,883
10	331,046,244	331,046,244	303,431,992
11	265,600,129	265,600,129	256,123,447
12	765,280,655	765,280,655	255,801,043
13	6,380,460,855	6,380,460,855	242,592,863
14	212,844,066	212,844,066	212,844,066
15	183,859,125	183,859,125	183,859,125
16	181,041,051	181,041,051	181,041,051
17	175,433,911	175,433,911	175,433,911
18	365,109,131	365,109,131	162,311,112
19	1,048,788,231	1,048,788,231	142,677,597
20	486,798,445	486,798,445	97,359,689
21	1,347,596,521	1,347,596,521	82,232,831

	A	B	C	D	E
1	Top 25 JTD RWA by Ticker/Basket				
2	COB: 12/26/2008		Portfolio JTD RWA		#REF!
3					
4					
5					
6	*RWA allocated to BU shows the RWA at the BU level after negative RWAs at the TICKER level and BU level have been redistributed pro rata to offset positive RWAs.				
7					
8					
9	Ticker/Basket	Name	BU	Division	RWA allocated to BU* (\$)
10	LCDX9	LCDX.NA.9	CDOGBU	FICC	236,287,969
11			CRDDBU	FICC	85,945,879
12			CREXBU	FICC	48,884,113
13			JVCRBU	FICC	13,174,684
14	LCDX9 Total				364,072,644
15	ITX8CRS	ITRAXX EUROPE CROSSOVER SERIES 8 VERSION 1	CDOGBU	FICC	213,257,370
16			ICDDBU	FICC	83,952,398
17			RELNB	FICC	32,596,752
18			CLVDBU	FICC	5,481,805
19			MSCPBU	FICC	5,064,478
20			DDEUBU	FICC	-
21			EABSB	FICC	-
22			ISTRBU	FICC	-
23			EFIEBU	FICC	-
24	ITX8CRS Total				340,332,802
25	IG8	CDX.NA.IG.8	CREXBU	FICC	796,732,107
26			JVCRBU	FICC	220,993,015
27			CDOGBU	FICC	213,129,884
28			CRDDBU	FICC	165,831,846
29			MBEXBU	FICC	58,408,151
30			LEXSBU	FICC	6,017,548
31			EFIBU	FICC	3,470,843
32			EFIEBU	FICC	2,912,193
33			PSCTBU	FICC	-
34			ABSCBU	FICC	-
35			GCORBU	FICC	-
36			ICDDBU	FICC	-
37	IG8 Total				1,467,585,588
38	IBXIG0909	DOW JONES CDX.NA.IG.2	CREXBU	FICC	856,350,806
39			CDOGBU	FICC	4,637,666
40			GCORBU	FICC	-
41	IBXIG0909 Total				860,988,472
42	HY9	CDX.NA.HY.9	CREXBU	FICC	624,331,126
43			CDOGBU	FICC	385,876,868
44			JVCRBU	FICC	334,445,914
45			EFIEBU	FICC	44,037
46			CRDDBU	FICC	-
47			EFIBU	FICC	-
48	HY9 Total				1,344,697,985

	A	B	C	D	E
49	HY8	CDX.NA.HY.8	CRDDBU	FICC	1,256,245,609
50			CREXBU	FICC	122,430,749
51			CDOGBU	FICC	51,463,245
52			EFIUBU	FICC	712,445
53			JVCRBU	FICC	-
54			EFIEBU	FICC	-
55			GCORBU	FICC	-
56	HY8 Total				1,430,852,048
57	HY11	CDX.NA.HY.11	CRDDBU	FICC	795,130,214
58			CDOGBU	FICC	371,063,323
59			CREXBU	FICC	4,343,165
60			JVCRBU	FICC	-
61			CPCRBU	FICC	-
62	HY11 Total				1,170,536,702
63	DJX07	DOW JONES CDX.NA.X0.7	CDOGBU	FICC	379,502,843
64			CRDDBU	FICC	-
65			CPCRBU	FICC	-
66	DJX07 Total				379,502,843
67	DJIG6	DOW JONES CDX.NA.IG.6	CDOGBU	FICC	1,963,005,659
68			JVCRBU	FICC	1,219,330,429
69			EFIUBU	FICC	272,302,316
70			CREXBU	FICC	179,231,521
71			PSCTBU	FICC	-
72			CRDDBU	FICC	-
73			FTLBU	FICC	-
74			GCORBU	FICC	-
75			CPCRBU	FICC	-
76	DJIG6 Total				3,633,870,124
77	DJIG5	DOW JONES CDX.NA.IG.5	CDOGBU	FICC	438,440,682
78			CREXBU	FICC	346,446,657
79			PSCTBU	FICC	-
80			CRDDBU	FICC	-
81			CPCRBU	FICC	-
82			FTLBU	FICC	-
83			GCORBU	FICC	-
84	DJIG5 Total				784,889,340
85	DJIG4	DOW JONES CDX.NA.IG.4	CDOGBU	FICC	3,735,705,627
86			CREXBU	FICC	301,877,078
87			JVCRBU	FICC	188,629,195
88			PSCTBU	FICC	-
89			CPCRBU	FICC	-
90			GCORBU	FICC	-
91			CRDDBU	FICC	-
92	DJIG4 Total				4,226,212,099
93	DJIG3	DOW JONES CDX.NA.IG.3	CRDDBU	FICC	960,342,854
94			CDOGBU	FICC	655,235,842
95			CREXBU	FICC	49,477,893
96			GCORBU	FICC	-

	A	B	C	D	E
97			CPCRB	FICC	-
98	DJIG3 Total				1,685,056,589
99	DJHY4	CDX.NA.HY.4	CRDDBU	FICC	957,163,845
100			CREXBU	FICC	101,918,296
101			CDOGBU	FICC	33,939,140
102			GCORBU	FICC	-
103	DJHY4 Total				1,093,019,281
104	DJHVOL4	DOW JONES CDX.NA.IG.HVOL.4	CRDDBU	FICC	5,105,870,570
105			JVCRBU	FICC	3,847,128,171
106			CDOGBU	FICC	40,828,062
107	DJHVOL4 Total				8,793,824,803
108	AUCTPT	AUCTION PASS THRU TR	PRVRBU	FICC	512,229,798
109			CRDDBU	FICC	104,454,811
110	AUCTPT Total				616,684,609
111	A785867	Bespoke	CDOGBU	FICC	734,750,051
112	A785867 Total				734,750,051
113	A782584	Bespoke	CDOGBU	FICC	404,876,477
114	A782584 Total				404,876,477
115	A761872	Bespoke	CDOGBU	FICC	524,749,216
116	A761872 Total				524,749,216
117	A761870	Bespoke	CDOGBU	FICC	643,254,022
118	A761870 Total				643,254,022
119	A754732	Bespoke	CDOGBU	FICC	537,254,744
120	A754732 Total				537,254,744
121	A737754	Bespoke	CDOGBU	FICC	529,534,966
122	A737754 Total				529,534,966
123	A724021	Bespoke	CDOGBU	FICC	336,103,467
124	A724021 Total				336,103,467
125	A478005	Bespoke	CDOGBU	FICC	460,941,897
126	A478005 Total				460,941,897
127	A348026	Bespoke	CDOGBU	FICC	545,026,806
128	A348026 Total				545,026,806
129	A339729	Bespoke	CREXBU	FICC	7,156,717,106
130	A339729 Total				7,156,717,106
131	Grand Total				40,065,334,662

EXHIBIT 4

From: Brown, Jeff <jeff.brown@bankofamerica.com>
Sent: Tuesday, January 13, 2009 9:54 PM (GMT)
To: Price, Joe <joe.price@bankofamerica.com>
Subject: FW:

This is what I sent Neil. Similar thoughts. He had more details.

From: Brown, Jeff
Sent: Tuesday, January 13, 2009 4:42 PM
To: Cotty, Neil
Subject: FW:

Should we go to Hayward on the details? Heaton is on a flight back to NY as he was here the past couple days.

My assumptions are:

(1) Future business / revenue flow – not much as total asset levels had historically not been a focus point of the firm. Many of the assets on balance sheet were netted for risk purposes. During the quarter, the firm focused on absolute reductions in asset levels. This is a summary of what I have heard from Heaton.

(2) Most of the reduction were across the various GMI portfolios

JB

From: Price, Joe
Sent: Tuesday, January 13, 2009 4:39 PM
To: Cotty, Neil; Brown, Jeff
Subject:

How do you answer...

Given how far you reduced ML balance sheet, what does it do to future business/revenue flow. Also, what were the businesses where you saw the reductions and how sustainable is the reduction